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Attorneys for Defendant Facebook, Inc.

14 UNITED STATES DISTRICT COURT
 15 NORTHERN DISTRICT OF CALIFORNIA
 16 SAN FRANCISCO DIVISION

18 ANGEL FRALEY; PAUL WANG; SUSAN
 19 MAINZER; JAMES H. DUVAL, a minor, by
 and through JAMES DUVAL, as Guardian ad
 Litem; and W.T., a minor, by and through
 20 RUSSELL TAIT, as Guardian ad Litem;
 individually and on behalf of all others
 similarly situated,

22 Plaintiffs,

23 v.

24 FACEBOOK, INC., a corporation; and DOES
 1-100,

25 Defendants.

Case No. CV 11-01726 RS

**JOINT MOTION FOR PRELIMINARY
 APPROVAL OF REVISED SETTLEMENT**

DATE: October 25, 2012
TIME: 1:30 p.m.
JUDGE: Hon. Richard Seeborg
COURTROOM: 3

1 **NOTICE OF MOTION AND JOINT MOTION FOR PRELIMINARY APPROVAL OF REVISED**
 2 **SETTLEMENT AGREEMENT**

3 TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

4 PLEASE TAKE NOTICE that on October 25, 2012 at 1:30 p.m. or as soon thereafter as
 5 this Motion may be heard in the above-entitled court, located at 450 Golden Gate Avenue, San
 6 Francisco, CA 94102, in Courtroom 3, 17th Floor, plaintiffs Susan Mainzer, James H. Duval, and
 7 W.T., by and through Russell Tait, as Guardian ad Litem (“Plaintiffs”) and defendant Facebook,
 8 Inc. (“Facebook”) (collectively with Plaintiffs, “Parties”) will jointly move for preliminary
 9 approval of the Parties’ Revised Settlement Agreement and Release (“Revised Settlement”).

10 The Parties have substantially revised the settlement to address the issues raised by the
 11 Court and third parties. First, the Revised Settlement now provides for a \$20 million settlement
 12 fund, from which Class Members—Facebook users who have appeared in Sponsored Stories—
 13 may make claims to receive a cash payment of up to \$10.00. Second, the Parties have deleted the
 14 “clear sailing” provision, and Facebook may now oppose Plaintiffs’ counsel’s petition for fees
 15 and expenses. Third, the Parties have provided a greater level of detail regarding how the
 16 injunctive relief will be implemented as to all Class Members, and also have augmented the relief
 17 related to minor users (the Minor Subclass). Finally, regardless of the number of claims made or
 18 the amount of the attorneys’ fees the Court approves, none of the \$20 million will return to
 19 Facebook. After payment of all claims, fees, and administrative expenses, any remaining portion
 20 of the \$20 million will be awarded as *cy pres* to organizations proposed by the Parties and
 21 approved by the Court.

22 Accordingly, the Parties respectfully submit that the Revised Settlement substantially
 23 enhances the relief being provided to the Class, and easily meets the standard for preliminary
 24 approval. For these reasons, and the reasons set forth in each of the Parties’ concurrently filed
 25 Memoranda of Points and Authorities, the Parties jointly request that the Court preliminarily
 26 approve the Settlement.¹

27 ¹ In a separate motion, Plaintiffs move the Court for provisional certification of a class and
 28 appointment of class representatives and counsel.

1 This Motion is based on this Notice of Motion and Motion; Defendant Facebook's
 2 Memorandum of Points & Authorities in Support of Joint Motion for Preliminary Approval of
 3 Revised Settlement and the accompanying Declarations of Christopher Plambeck, James C.
 4 Squires, Michael G. Rhodes, and Matthew D. Brown, including any exhibits thereto; Plaintiffs'
 5 Memorandum of Law in Support of Motion for Class Certification, Appointment of Class
 6 Counsel and Appointment of Class Representatives Pursuant to Motion for Preliminary Approval,
 7 and the accompanying Declarations of Robert Arns, Jonathan E. Davis, Phillip Allman, and
 8 Fernando Torres, including all exhibits thereto; all pleadings and papers on file in this matter, and
 9 such other matters as may be presented to the Court at the time of the hearing or otherwise.

10

11 Dated: October 5, 2012

THE ARNS LAW FIRM

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/s/ Robert S. Arns

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Robert S. Arns (65071)

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Attorneys for Plaintiffs

1 Dated: October 5, 2012

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16 **ATTESTATION**
17 **(CIVIL LOCAL RULE 5-1(i)(3))**

18 In accordance with Civil Local Rule 5-1(i)(3), I attest that concurrence in the filing of this
19 document has been obtained from each of the other signatories.

20 Dated: October 5, 2012

21 /s/ Michael G. Rhodes
22 Michael G. Rhodes

23 1286422/SF